

Resub

09-17-2001



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Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Ableco Finance LLC

05/02/01

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation-State
☒ Other Delaware limited liability company

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

- ☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name

☒ Other Release of Security Interest in Trademarks
Execution Date: April 17, 2001

2. Name and address of receiving party(ies)

Name: Sunterra Pacific, Inc.

Internal

Address: _____

Street Address: 1781 Park Center DriveCity: Orlando State: FL Zip: 32835☐ Individual(s) citizenship _____☐ Association _____☐ General Partnership _____☐ Limited Partnership _____☒ Corporation-State Washington☐ Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☐ No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? ☐ Yes ☐ No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

75576621

B. Trademark Registration No.(s)

1899168 1675318

1669719 1662762

Additional number(s) attached ☐ Yes ☐ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Donna R. GasiorowskiInternal Address: Senior Legal Assistant
to Frank RowinskiStreet Address: Kirkland & Ellis
200 East Randolph Drive, Suite 5300City: Chicago State: IL Zip: 60601

6. Total number of applications and registrations involved: _____

5

7. Total fee (37 CFR 3.41).....\$ 140.00☒ Enclosed☒ Authorized to be charged to deposit account

8. Deposit account number:

22-0440

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Donna R. Gasiorowski

Name of Person Signing

Donna R. Gasiorowski

Signature

8/23/01

Date

Total number of pages including cover sheet, attachments, and document: 7

36305-7

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002367 FRAME: 0818

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Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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TRADEMARKS ONLY

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Ableco Finance LLC

S-7-01

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation-State
☒ Other Delaware limited liability company

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

- ☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☒ Other Release of Security Interest in Trademarks

Execution Date: April 17, 2001

2. Name and address of receiving party(ies)

Name: Sunterra Pacific, Inc.

Internal

Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

- ☐ Individual(s) citizenship _____
☐ Association _____
☐ General Partnership _____
☐ Limited Partnership _____
☒ Corporation-State Washington
☐ Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☐ No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? ☐ Yes ☐ No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

75576621

B. Trademark Registration No.(s)

1899168 1675318
1669719 1662762
Additional number(s) attached ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Donna R. Gasiorowski
 Internal Address: Senior Legal Assistant to
Frank Rowinski

 Street Address: Kirkland & Ellis
200 E. Randolph Drive, Suite 5300

 City: Chicago State: IL Zip: 60601

6. Total number of applications and registrations involved: _____

5

7. Total fee (37 CFR 3.41).....\$ 140.00

- ☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number:

22-0440

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Donna R. Gasiorowski

Name of Person Signing

Donna R. Gasiorowski

Signature

5/2/01

Date

Total number of pages including cover sheet, attachments, and document: 4

36305-7

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patent & Trademarks, Box Assignments
 Washington, D.C. 20231

TRADEMARK
REEL: 002367 FRAME: 0819

RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (the "Release") is entered into as of this 17th day of April, 2001 by ABLECO FINANCE LLC., as agent for certain lenders ("Lender"), and SUNTERRA PACIFIC, INC. ("Borrower").

WITNESSETH:

WHEREAS, Borrower granted Lender a security interest in certain trademarks and service marks pursuant to a Security Agreement dated as of August 18, 2000 ("the Security Agreement"), and a Collateral Assignment for Security (Trademarks) dated as of August 18, 2000 (the "Collateral Assignment"), by and between Borrower and Lender;

WHEREAS, the Security Agreement was filed on behalf of Lender in the United States Patent and Trademark Office ("PTO") to evidence the security interest granted to Lender;

WHEREAS, Borrower has requested that Lender: (a) terminate and release the liens and interests of Lender in certain trademarks and service marks (as defined in the Security Agreement and the Collateral Assignment); and (b) execute and deliver evidence of such termination and release for filing in the PTO; and

WHEREAS, Borrower has fulfilled all conditions of such release and termination;

NOW, THEREFORE, for one dollars(\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Lender hereby acknowledges and agrees as follows:

Acknowledgment of Termination of Grant of Security Interest in Trademarks. All rights and security interests of Lender in and to the marks identified in the Security Agreement and the Collateral Assignment, and set forth in the Schedule A attached hereto and incorporated herein by reference, recorded in the PTO on December 12, 2000 at Reel 2204, Frame 0766, have been terminated and released and are no longer in force.

IN WITNESS WHEREOF, Lender has caused this Release to be duly executed and delivered by its officer thereunto duly authorized as of the date first above written.

ABLECO FINANCE LLC

By: 

Name:

Kevin Genda

Title:

Senior Vice President

SUNTERRA PACIFIC, INC.

SCHEDULE 1A TO COLATERAL ASSIGNMENT FOR SECURITY (TRADEMARKS)

TRADEMARKS
AND
TRADEMARK LICENSES

U.S. PATENT AND TRADEMARK OFFICE

MARK	REGISTRATION NO./SERIAL NO.	ISSUE/FILING DATE	EXPIRATION DATE
VACATIONER	Serial No. 75,576,621 (Amended)	January 6, 2000 (Date approved)	January 6, 2010
VI VACATION INTERNATIONAL, LTD	Reg. No. 1,899,168	June 13, 1995	June 13, 2005; needs to be filed (6/13/00 and 6/13/01)
VACATION INTERNATIONALE, LTD.	Reg. No. 1,669,719	December 24, 1991	December 24, 2001
DESIGN ONLY	Reg. No. 1,675,318	February 11, 1992	February 11, 2002
THE VACATIONER	Reg. No. 1,662,762	October 29, 1991	October 26, 2001 (ABANDONED)

U.S. STATES

MARK	STATE	REG. NO.	ISSUE DATE	EXPIRES
VACATION TIME SHARE	Washington	24,344	August 23, 1995	August 23, 2001
VTs	Washington	24,343	August 23, 1995	August 23, 2001
VACATION TIME SHARE	Oregon	T12,045	December 6, 1974	December 6, 1999
VTs	California	045687	March 19, 1996	March 19, 2006

CANADA

MARK	APPLICATION NO.	FILING DATE	EXPIRES
VACATION INTERNATIONALE, LTD.)	0801,263	January 9, 1996	ABANDONED